

JAY SCHNEIDERMAN Supervisor

Telephone: (631) 283-6055 Fax: (631) 287-5708 jschneiderman@southamptontownny.gov

PRESS RELEASE

August 22, 2023

Contact: Supervisor's Office

(631)283-6055

Moody's Re-Affirms Southampton Town's Aaa Credit Rating

Moody's, in its investor report dated August 18, 2023, re-affirmed the Town of Southampton's Aaa rating, the highest rating issued by the investment service, and specifically noted particularly the Town's:

- Very large and stable tax base which continues to grow
- Ample reserves and liquidity
- Manageable debt burden
- Strong fiscal management and conservative budgeting

The report follows a presentation to the rating agency by Town Supervisor Jay Schneiderman and Comptroller Dorothy Godlewski on August 8, and marks the eighth consecutive year of his administration's financial achievement. The Aaa rating will afford the Town a very favorable interest rate when it goes to the financial markets tomorrow to fund \$13.5 million in 2023 capital projects.

The Moody's report went on to comment that, "The stable outlook reflects the town's conservative fiscal management practices, which will support continued healthy operating performance and maintenance of a strong financial position."

Supervisor Schneiderman noted, "Moody's continues to recognize the strong fiscal management and conservative budgeting practices of this administration. We have achieved and are maintaining the highest credit rating possible."

"We continue to budget and to forecast revenues conservatively. Moody's report confirms the value of these sound financial practices," added Comptroller Dorothy Godlewski.

Copies of the Moody's report and press release are attached.

Moody's

Rating Action: Moody's assigns Aaa to Town of Southampton, NY's GO Bonds

18 Aug 2023

New York, August 18, 2023 – Moody's Investors Service has assigned a Aaa rating to the Town of Southampton, NY' approximately \$13.5 million Public Improvement (Serial) Bonds - 2023. Moody's maintains the town's Aaa issuer and general obligation limited tax (GOLT) ratings. The town will have approximately \$89 million in long-term debt outstanding after the bonds are sold. The outlook is stable.

RATINGS RATIONALE

The Aaa issuer rating reflects the town's affluent and growing economy, strong financial position, and modest leverage The rating also incorporates the town's exposure to extreme weather events as well as the ongoing efforts by multiple levels of government to address this risk.

We consider the outstanding debt to be GOLT because of limitations under New York State law on property tax levy increases. The lack of distinction between the Aaa GOLT rating and the Aaa issuer rating reflects the town's ability to override the property tax cap and the faith and credit pledge in support of debt service.

RATING OUTLOOK

The stable outlook reflects the town's conservative fiscal management practices, which will support continued healthy operating performance and maintenance of a strong financial position.

FACTORS THAT COULD LEAD TO AN UPGRADE OF THE RATING

- N/A

FACTORS THAT COULD LEAD TO A DOWNGRADE OF THE RATING

- Significant decline in reserves or liquidity
- Material tax base contraction

LEGAL SECURITY

Payment of principal and interest on the town's general obligation bonds is backed by the town's faith and credit supported by the town's authority to levy such ad valorem property taxes as may be necessary to pay the bonds, as limited by New York State's legislative cap on property taxes (Chapter 97 (Part A) of the Laws of the State of New York 2011).

USE OF PROCEEDS

The bonds will provide new financing for various capital projects across the town.

PROFILE

The Town encompasses an area of approximately 138 square miles and is located on the south fork of Long Island 70 miles east of Manhattan in Suffolk County (A3 positive). The town's population of approximately 67,000 people

increases significantly throughout the summer as a result of the area's longstanding popularity as a vacation destination.

METHODOLOGY

The principal methodology used in this rating was US Cities and Counties Methodology published in November 2022 and available at https://ratings.moodys.com/rmc-documents/386953. Alternatively, please see the Rating Methodologies page on https://ratings.moodys.com for a copy of this methodology.

REGULATORY DISCLOSURES

For further specification of Moody's key rating assumptions and sensitivity analysis, see the sections Methodology Assumptions and Sensitivity to Assumptions in the disclosure form. Moody's Rating Symbols and Definitions can be found on https://ratings.moodys.com/rating-definitions.

For ratings issued on a program, series, category/class of debt or security this announcement provides certain regulatory disclosures in relation to each rating of a subsequently issued bond or note of the same series, category/class of debt, security or pursuant to a program for which the ratings are derived exclusively from existing ratings in accordance with Moody's rating practices. For ratings issued on a support provider, this announcement provides certain regulatory disclosures in relation to the credit rating action on the support provider and in relation to each particular credit rating action for securities that derive their credit ratings from the support provider's credit rating. For provisional ratings, this announcement provides certain regulatory disclosures in relation to the provisional rating assigned, and in relation to a definitive rating that may be assigned subsequent to the final issuance of the debt, in each case where the transaction structure and terms have not changed prior to the assignment of the definitive rating in a manner that would have affected the rating. For further information please see the issuer/deal page for the respective issuer on https://ratings.moodys.com.

Regulatory disclosures contained in this press release apply to the credit rating and, if applicable, the related rating outlook or rating review.

Moody's general principles for assessing environmental, social and governance (ESG) risks in our credit analysis can be found at https://ratings.moodys.com/documents/PBC_1288235.

Please see https://ratings.moodys.com for any updates on changes to the lead rating analyst and to the Moody's legal entity that has issued the rating.

Please see the issuer/deal page on https://ratings.moodys.com for additional regulatory disclosures for each credit rating.

Robert Weber Lead Analyst REGIONAL_NE Moody's Investors Service, Inc. 7 World Trade Center 250 Greenwich Street New York 10007 JOURNALISTS: 1 212 553 0376 Client Service: 1 212 553 1653

Heather Guss Additional Contact REGIONAL_SOUTHWEST JOURNALISTS: 1 212 553 0376 Client Service: 1 212 553 1653



CREDIT OPINION

18 August 2023



Contacts

Robert Weber

+1.212.553.7280

VP-Senior Analyst

robert.weber@moodys.com

Heather Guss

+1.214.979.6881

AVP-Analyst

heather.guss@moodys.com

CLIENT SERVICES

Americas

1-212-553-1653

Asia Pacific

852-3551-3077

lapan

81-3-5408-4100

EMEA

44-20-7772-5454

Town of Southampton, NY

Update to credit analysis

Summary

<u>Southampton, NY</u> (Aaa stable) benefits from an exceptionally wealthy howeowner tax base in the Hamptons. Historically known for being a second home destination for wealthy metro New York City residents, the number of full time residents increased during Covid. Despite the large increase in residents in 2021, full value per capita remains over three times the Aaa median. The town also benefits from strong fiscal management, ample reserves and liquidity, and manageable leverage.

Credit strengths

- » Strong local economy
- » Ample reserves and liquidity

Credit challenges

- » High inflation and increasing health care costs
- » Increased number of full time residents

Rating outlook

The stable outlook reflects the town's conservative fiscal management practices, which will support continued healthy operating performance and maintenance of a strong financial position.

Factors that could lead to an upgrade

» N/A

Factors that could lead to a downgrade

- » Significant decline in reserves or liquidity
- » Material tax base contraction

MOODY'S INVESTORS SERVICE U.S. PUBLIC FINANCE

Key indicators

Exhibit 1
Southampton (Town of) NY

	2019	2020	2021	2022	Aaa Medians
Economy					·
Resident income ratio (%)	131.9%	134.3%	137.3%	N/A	173.0%
Full Value (\$000)	\$67,002,258	\$73,357,937	\$74,019,131	\$74,363,915	\$8,668,233
Population	58,094	58,263	67,704	N/A	35,992
Full value per capita (\$)	\$1,153,342	\$1,259,083	\$1,093,276	N/A	\$225,444
Economic growth metric (%)	N/A	-0.5%	-0.6%	N/A	-0.5%
Financial Performance					
Revenue (\$000)	\$163,193	\$203,605	\$254,574	\$238,592	\$101,177
Available fund balance (\$000)	\$31,659	\$36,055	\$46,352	\$56,883	\$58,570
Net unrestricted cash (\$000)	\$37,196	\$50,738	\$57,346	\$61,223	\$82,803
Available fund balance ratio (%)	19.4%	17.7%	18.2%	23.8%	61.7%
Liquidity ratio (%)	22.8%	24.9%	22.5%	25.7%	88.4%
Leverage				•	<u> </u>
Debt (\$000)	\$82,300	\$90,069	\$90,902	\$92,549	\$71,733
Adjusted net pension liabilities (\$000)	\$167,691	\$218,519	\$161,535	\$ 1 41,1 <u>6</u> 0	\$120,941
Adjusted net OPEB liabilities (\$000)	\$306,198	\$295,088	\$281,434	\$216,552	\$14,374
Other long-term liabilities (\$000)	\$16,738	\$18,109	\$16,231	\$16,756	\$3,750
Long-term liabilities ratio (%)	351.1%	305.4%	216.1%	195.7%	263.2%
Fixed costs					
Implied debt service (\$000)	\$7,881	\$6,000	\$6,450	\$6,376	\$4,989
Pension tread water contribution (\$000)	\$6,709	\$6,974	\$10,628	N/A	\$3,389
OPEB contributions (\$000)	\$6,003	\$7,314	\$7,258	\$8,811	\$523
Implied cost of other long-term liabilities (\$000)	\$1,235	\$1,220	\$1,297	\$1,138	\$245
Fixed-costs ratio (%)	13.4%	10.6%	10.1%	11.3%	11.6%

For definitions of the metrics in the table above please refer to the <u>US Cities and Counties Methodology</u> or see the Glossary in the Appendix below. Metrics represented as N/A indicate the data were not available at the time of publication. The medians come from our most recently published <u>US Cities and Counties Median Report</u>.

The Economic Growth metric cited above compares the five-year CAGR of real GDP for New York-Newark-Jersey City, NY-NJ-PA to the five-year CAGR of real GDP for the US.

Sources: US Census Bureau, Southampton (Town of) NY's financial statements and Moody's Investors Service, US Bureau of Economic Analysis

Profile

The town encompasses an area of approximately 138 square miles and is located on the south fork of Long Island 70 miles east of Manhattan in <u>Suffolk County</u> (A3 positive). The town's population of approximately 67,000 people increases significantly throughout the summer as a result of the area's long standing popularity as a vacation destination.

Detailed credit considerations

The town benefits from its location in the metro New York City region as well as being a traditional second home destination for wealthy metro NYC residents (as evidenced by it's extremely high full value per capita). The largely residential local economy benefits from significant increase in population during the summer months. While a large number of second homeowners moved out to their Hampton's homes during Covid, that trend has started to reverse and more people have started to move back to their full-time residences closer to Manhattan. The town further benefits from a sound financial profile with conservative budgeting and a manageable leverage profile.

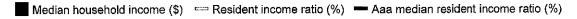
Conservative budgeting and sound fiscal management has led the town to maintaining very stable reserves and liquidity over the past five years. The reserves and liquidity look weaker than the national average largely due to restricted reserves in the Community Preservation Fund. Adjusting for this fund, reserves are consistent with peers at Aaa. Management notes that operations are trending positively for fiscal 2023 (Dec. 31 fiscal year end) and will likely see positive results in most of the Governmental Funds. As management looks forward to 2024 and beyond, inflationary risks and health insurance costs are likely to be the primary challenges the town faces in putting together a balanced budget. Leverage will likely remain manageable given the lack of significant borrowing plans

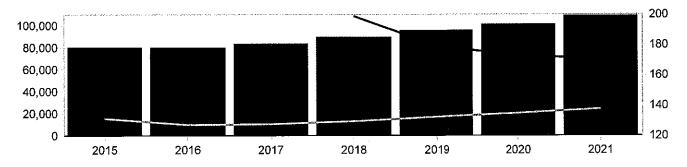
This publication does not announce a credit rating action. For any credit ratings referenced in this publication, please see the issuer/deal page on https://ratings.moodys.com for the most updated credit rating action information and rating history.

and a continued effort to working with the various collective bargaining groups to minimize the town's exposure to OPEB. The town continues to work with state and federal officials to reduce it's exposure to climate risks.

Economy

Exhibit 2 Resident Income

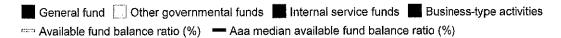


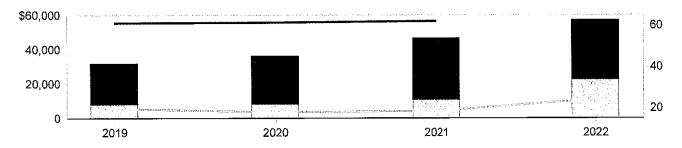


Source: Moody's Investors Service

Financial operations

Exhibit 3
Fund Balance

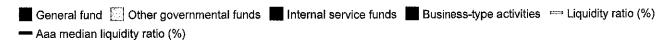


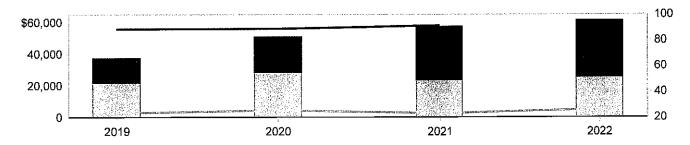


Source: Moody's Investors Service

Liquidity







Source: Moody's Investors Service

Leverage

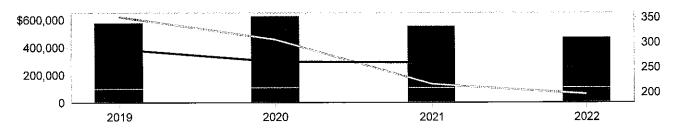
Exhibit 5

Total Primary Government - Long Term Liabilities

Governmental Debt Business-Type Activity Debt Adjusted net pension liabilities

Adjusted net other post-employment liabilities 📕 Other long-term liabilities 💳 Long-term liabilities ratio (%)

Aaa median long-term liabilities ratio (%)



Source: Moody's Investors Service

ESG considerations

Southampton (Town of) NY's ESG Credit Impact Score is Positive CIS-1

Exhibit 6

ESG Credit Impact Score

CIS-1

Positive



For an issuer scored CIS-1 (Positive), its ESG attributes are overall considered as having a positive impact on the rating. The overall positive influence from its ESG attributes on the rating is material.

Source: Moody's Investors Service

The Town of Southampton's ESG credit impact score is positive (CIS-1), reflecting positive exposure to governance, and social risks while environmental risks are moderately negative.

Exhibit 7
ESG Issuer Profile Scores

ENVIRONMENTAL SOCIAL

5-3

Moderately Negative Positive

G-1 Positive

GOVERNANCE

Source: Moody's Investors Service

Environmental

The Town of Southampton's overall environmental issuer profile score is moderately-negative (**E-3**). All issuers in Suffolk County have an elevated exposure to storms and water stress. The county maintains an active emergency management team and hazard mitigation plan to aid in navigating these challenges and works closely with all their local governments to help mitigate risks. The state and federal government have a long history of supporting local governments following extreme weather events. Exposure to other environmental risks such as carbon transition, natural capital, and pollution risks are low.

Social

The Town of Southampton's social issuer profile score is positive (S-1). The town is exposed to risks associated with a heavy concentration of second homes; however, those risks are mitigated by increased presence of homeowner's working remotely. Strong employment of both homeowners and full-time residents, low poverty, high resident income, high educational attainment, and low violent crime are positives. All municipalities in Suffolk County have good access to basic services while risks associated with housing are neutral-to-low.

Governance

The Town of Southampton's governance issuer profile score is positive (**G-1**). Government operations are managed by certified and experienced professionals who are responsible for implementing policy objectives. This, plus a combination of a strong state-wide institutional framework and conservative budgeting, has allowed for stable and strong financial operations. Finally, management is prompt in publishing its budgets and audited financial statements. Monthly or quarterly interim statements are not available publicly.

ESG Issuer Profile Scores and Credit Impact Scores for the rated entity/transaction are available on Moodys.com. In order to view the latest scores, please click <u>here</u> to go to the landing page for the entity/transaction on MDC and view the ESG Scores section.

Rating methodology and scorecard factors

The US Cities and Counties Rating Methodology includes a scorecard, which summarizes the rating factors generally most important to city and county credit profiles. Because the scorecard is a summary, and may not include every consideration in the credit analysis for a specific issuer, a scorecard-indicated outcome may or may not map closely to the actual rating assigned.

The two notch difference is driven by the restricted reserves being held in the Community Preservation Fund that are not being counted as available. The town also does not have any material debt plans.

Exhibit 8
Southampton (Town of) NY

"	Measure	Weight	Score
Economy			
Resident income ratio	137.3%	10.0%	Aaa
Full value per capita	1,417,363	10.0%	Aaa
Economic growth metric	-0.6%	10.0%	Aa
Financial Performance			
Available fund balance ratio	23.8%	20.0%	Α
Liquidity ratio	25.7%	10.0%	Α
Institutional Framework			···
Institutional Framework	Aa	10.0%	Aa
Leverage		"	
Long-term liabilities ratio	195.7%	20.0%	Aa
Fixed-costs ratio	11.3%	10.0%	Aa
Notching factors			
Additional Strength in Local Resources	1.0		
Potential for significant change in leverage	-0.5		
Scorecard-Indicated Outcome			Aa2
Assigned Rating			Aaa

The complete list of outstanding ratings assigned to the Southampton (Town of) NY is available on their <u>issuer page</u>. Details on the current ESG scores assigned to the Southampton (Town of) NY are available on their <u>ESGView page</u>.

Sources: US Census Bureau, Southampton (Town of) NY's financial statements and Moody's Investors Service

Appendix

Exhibit 9 **Key Indicators Glossary**

	Definition	Typical Source*
Economy	AND C. 1	AND DE Comme Program Association
Resident income ratio	Median Household Income (MHI) for the city or county, adjusted for	
	Regional Price Parity (RPP), as a % of the US MHI	Community Survey 5-Year Estimates
		RPP: US Bureau of Economic Analysis
Full value	Estimated market value of taxable property in the city or county	State repositories; audited financial
		statements; continuing disclosures
Population	Population of the city or county	US Census Bureau - American Community
		Survey 5-Year Estimates
Full value per capita	Full value / population	
Economic growth metric	Five year CAGR of real GDP for Metropolitan Statistical Area or	Real GDP: US Bureau of Economic Analysi
	county minus the five-year CAGR of real GDP for the US	
Financial performance		
Revenue	Sum of revenue from total governmental funds, operating and non-	Audited financial statements
	operating revenue from total business-type activities, and non-	
	operating revenue from internal services funds, excluding transfers	
	and one-time revenue, e.g., bond proceeds or capital contributions	
Available fund balance	Sum of all fund balances that are classified as unassigned, assigned o	r Audited financial statements
	committed in the total governmental funds, plus unrestricted current	t
	assets minus current liabilities from the city's or county's business-	
	type activities and internal services funds	
Net unrestricted cash	Sum of unrestricted cash in governmental activities, business type	Audited financial statements
14ec dillesa iccca casii	activities and internal services fund, net of short-term debt	
Available fund balance ratio	Available fund balance (including net current assets from business-	
Available fully balance ratio	type activities and internal services funds) / Revenue	
Pilmorialian compile	Net unrestricted cash / Revenue	
Liquidity ratio	Net unlestricted cash / Revende	
Leverage	Outstanding long-term bonds and all other forms of long-term debt	Audited financial statements: official
Debt	across the governmental and business-type activities, including debt	statements
		Statements
	of another entity for which it has provided a guarantee disclosed in	
	its financial statements	A 17 d Constitution and Managed
Adjusted net pension liabilities (ANPL)	Total primary government's pension liabilities adjusted by Moody's to	
	standardize the discount rate used to compute the present value of	Investors Service
<u></u>	accrued benefits	
Adjusted net OPEB liabilities (ANOL)	Total primary government's net other post-employment benefit	Audited financial statements; Moody's
	(OPEB) liabilities adjusted by Moody's to standardize the discount	Investors Service
	rate used to compute the present value of accrued benefits	
Other long-term liabilities (OLTL)	Miscellaneous long-term liabilities reported under the governmental	Audited financial statements
	and business-type activities entries	
Long-term liabilities ratio	Debt + ANPL + ANOL + OLTL / Revenue	
Fixed costs		
Implied debt service	Annual cost to amortize city or county's long-term debt over 20	Audited financial statements; official
F	years with level payments	statements; Moody's Investors Service
Pension tread water contribution	Pension contribution necessary to prevent reported unfunded	Audited financial statements; Moody's
	pension liabilities from growing, year over year, in nominal dollars, if	
	all actuarial assumptions are met	
OPEB contribution	City or county's actual contribution in a given period	Audited financial statements
Implied cost of OLTL	Annual cost to amortize city or county's other long-term liabilities	Audited financial statements; Moody's
implied cost of Oth	over 20 years with level payments	Investors Service
Fixed-costs ratio	Implied debt service + Pension tread water + OPEB contributions +	
LIVEO-00212 LIGHT	Implied cost of OLTL / Revenue	
	amplied cost of OLTL/ Revenue	

^{*}Note: If typical data source is not available then alternative sources or proxy data may be considered. For more detailed definitions of the metrics listed above please refer to the <u>US City</u> and Counties Methodology . Source: Moody's Investors Service

© 2023 Moody's Comporation, Moody's Investors Service, Inc., Moody's Analytics, Inc. and/or their licensors and affiliates (collectively, "MOODY'S"). All rights reserved. CREDIT RATINGS ISSUED BY MOODY'S CREDIT RATINGS AFFILIATES ARE THEIR CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT OR DEBT-LIKE SECURITIES, AND MATERIALS, PRODUCTS, SERVICES AND INFORMATION PUBLISHED BY MOODY'S (COLLECTIVELY, "PUBLICATIONS") MAY INCLUDE SUCH CURRENT OPINIONS. MOODY'S DEFINES CREDIT RISK AS THE RISK THAT AN ENTITY MAY NOT MEET ITS CONTRACTUAL FINANCIAL OBLIGATIONS AS THEY COME DUE AND ANY ESTIMATED FINANCIAL LOSS IN THE EVENT OF DEFAULT OR IMPAIRMENT. SEE APPLICABLE MOODY'S RATING SYMBOLS AND DEFINITIONS PUBLICATION FOR INFORMATION ON THE TYPES OF CONTRACTUAL FINANCIAL OBLIGATIONS ADDRESSED BY MOODY'S CREDIT RATINGS. CREDIT RATINGS DO NOT ADDRESS ANY OTHER RISK, INCLUDING BUT NOT LIMITED TO: LIQUIDITY RISK, MARKET VALUE RISK, OR PRICE VOLATILITY, CREDIT RATINGS, NON-CREDIT ASSESSMENTS ("ASSESSMENTS"), AND OTHER OPINIONS INCLUDED IN MOODY'S PUBLICATIONS ARE NOT STATEMENTS OF CURRENT OR HISTORICAL FACT. MOODY'S PUBLICATIONS MAY ALSO INCLUDE QUANTITATIVE MODEL-BASED ESTIMATES OF CREDIT RISK AND RELATED OPINIONS OR COMMENTARY PUBLISHED BY MOODY'S ANALYTICS, INC. AND/OR ITS AFFILIATES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT CONSTITUTE OF PROVIDE INVESTMENT OF FINANCIAL ADVICE, AND MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT COMMENT ON THE SUITABILITY OF AN INVESTMENT FOR ANY PARTICULAR INVESTOR. MOODY'S ISSUES ITS CREDIT RATINGS, ASSESSMENTS AND OTHER OPINIONS AND PUBLISHES ITS PUBLICATIONS WITH THE EXPECTATION AND UNDERSTANDING THAT EACH INVESTOR WILL, WITH DUE CARE, MAKE ITS OWN STUDY AND EVALUATION OF EACH SECURITY THAT IS UNDER CONSIDERATION FOR PURCHASE, HOLDING, OR SALE.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS, AND PUBLICATIONS ARE NOT INTENDED FOR USE BY RETAIL INVESTORS AND IT WOULD BE RECKLESS AND INAPPROPRIATE FOR RETAIL INVESTORS TO USE MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS OR PUBLICATIONS WHEN MAKING AN INVESTMENT DECISION, IF IN DOUBT YOU SHOULD CONTACT YOUR FINANCIAL OR OTHER PROFESSIONAL ADVISER

ALL INFORMATION CONTAINED HEREIN IS PROTECTED BY LAW, INCLUDING BUT NOT LIMITED TO, COPYRIGHT LAW, AND NONE OF SUCH INFORMATION MAY BE COPIED OR OTHERWISE REPRODUCED, REPACKAGED, FURTHER TRANSMITTED, TRANSFERRED, DISSEMINATED, REDISTRIBUTED OR RESOLD, OR STORED FOR SUBSEQUENT USE FOR ANY SUCH PURPOSE, IN WHOLE OR IN PART, IN ANY FORM OR MANNER OR BY ANY MEANS WHATSOEVER, BY ANY PERSON WITHOUT MOODY'S PRIOR WRITTEN CONSENT.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT INTENDED FOR USE BY ANY PERSON AS A BENCHMARK AS THAT TERM IS DEFINED FOR REGULATORY PURPOSES AND MUST NOT BE USED IN ANY WAY THAT COULD RESULT IN THEM BEING CONSIDERED A BENCHMARK.

All information contained herein is obtained by MOODY'S from sources believed by it to be accurate and reliable. Because of the possibility of human or mechanical error as well as other factors, however, all information contained herein is provided "AS IS" without warranty of any kind, MOODY'S adopts all necessary measures so that the information it uses in assigning a credit rating is of sufficient quality and from sources MOODY'S considers to be reliable including, when appropriate, independent third-party sources. However, MOODY'S is not an auditor and cannot in every instance independently verify or validate information received in the credit rating process or in preparing its Publications. To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability to any person or entity for any indirect, special, consequential, or incidental losses or damages whatsoever arising from or in connection with the information contained herein or the use of or inability to use any such information, even if MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers is advised in advance of the possibility of such losses or damages, including but not limited to: (a) any loss of present or prospective profits or (b) any loss or damage arising where the relevant financial instrument is not the subject of a particular credit rating assigned by MOODY'S.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability for any direct or compensatory losses or damages caused to any person or entity, including but not limited to by any negligence (but excluding fraud, willful misconduct or any other type of liability that, for the avoidance of doubt, by law cannot be excluded) on the part of, or any contingency within or beyond the control of, MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers, arising from or in connection with the information contained herein or the use of or inability to use any such information. NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY CREDIT

RATING, ASSESSMENT, OTHER OPINION OR INFORMATION IS GIVEN OR MADE BY MOODY'S IN ANY FORM OR MANNER WHATSOEVER.

Moody's Investors Service, Inc., a wholly-owned credit rating agency subsidiary of Moody's Corporation ("MCO"), hereby discloses that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by Moody's Investors Service, Inc. have, prior to assignment of any credit rating, agreed to pay to Moody's Investors Service, Inc. for credit ratings opinions and services rendered by it fees ranging from \$1,000 to approximately \$5,000,000. MCO and Moody's Investors Service also maintain policies and procedures to address the independence of Moody's Investors Service credit ratings and credit rating processes. Information regarding certain affiliations that may exist between directors of MCO and rated entities, and between entities who hold credit ratings from Moody's Investors Service, Inc. and have also publicly reported to the SEC an ownership interest in MCO of more than 5%, is posted annually at www.moodys.com under the heading "Investor Relations — Corporate Governance - Charter Documents - Director and Shareholder Affiliation Policy."

Additional terms for Australia only: Any publication into Australia of this document is pursuant to the Australian Financial Services License of MOODY'S affiliate, Moody's investors Service Pty Limited ABN 61 003 399 657AFSL 336969 and/or Moody's Analytics Australia Pty Ltd ABN 94 105 136 972 AFSL 383569 (as applicable). This document is intended to be provided only to "wholesale clients" within the meaning of section 761G of the Corporations Act 2001. By continuing to access this document from within Australia, you represent to MOODY'S that you are, or are accessing the document as a representative of, a "wholesale client" and that neither you nor the entity you represent will directly or indirectly disseminate this document or its contents to "retail clients" within the meaning of section 761G of the Corporations Act 2001. MOODY'S credit rating is an opinion as to the creditworthiness of a debt obligation of the issuer, not on the equity securities of the issuer or any form of security that is available to retail investors.

Additional terms for Japan only: Moody's Japan K.K. ("MJKK") is a wholly-owned credit rating agency subsidiary of Moody's Group Japan G.K., which is wholly-owned by Moody's Overseas Holdings Inc., a wholly-owned subsidiary of MCO, Moody's SF Japan K.K. ("MSFJ") is a wholly-owned credit rating agency subsidiary of MJKK. MSFJ is not a Nationally Recognized Statistical Rating Organization ("NRSRO"). Therefore, credit ratings assigned by MSF) are Non-NRSRO Credit Ratings. Non-NRSRO Credit Ratings are assigned by an entity that is not a NRSRO and, consequently, the rated obligation will not qualify for certain types of treatment under U.S. laws. MjKK and MSFJ are credit rating agencies registered with the Japan Financial Services Agency and their registration numbers are FSA Commissioner (Ratings) No. 2 and 3 respectively.

MJKK or MSFJ (as applicable) hereby disclose that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by MJKK or MSFJ (as applicable) have, prior to assignment of any credit rating, agreed to pay to MJKK or MSFJ (as applicable) for credit ratings opinions and services rendered by it fees ranging from JPY100,000 to approximately JPY550,000,000.

MJKK and MSFJ also maintain policies and procedures to address Japanese regulatory requirements.

REPORT NUMBER

1378449

 Contacts
 CLIENT SERVICES

 Robert Weber
 +1.212.553.7280
 Americas
 1-212-553-1653

 VP-Senior Analyst robert.weber@moodys.com
 Asia Pacific
 852-3551-3077

 Japan
 81-3-5408-4100

 EMEA
 44-20-7772-5454

